

Suzanne Henderson

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OR ALL OF THE FOLLOWING INFORMATION FROM ANY INSTRUMENT THAT TRANSFERS AN INTEREST IN REAL PROPERTY BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVERS LICENSE NUMBER.

AMENDMENT OF OIL, GAS AND MINERAL LEASE

STATE OF TEXAS §
 § KNOW ALL MEN BY THESE PRESENTS:
COUNTY OF TARRANT §

WHEREAS, SLF II – Hwy 360 & Camp Wisdom, L.P., a Texas limited partnership (“Lessor”), whose address is 5949 Sherry Lane, Suite 1750, Dallas, Texas 75225, executed an Oil, Gas and Mineral Lease dated August 30th, 2006 (the “Lease”), which is recorded as Instrument #D206316585 in the Official Public Records of Tarrant County, Texas, in favor of XTO Energy Inc. (“Lessee”), covering 69.83 acres of land, more or less, as more particularly described in the Lease; and

WHEREAS, Lessor and Lessee desire to amend the Lease as set forth herein.

NOW, THEREFORE, for Ten and No/100 Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Lessor and Lessee hereby agree to amend the Lease as follows:

1. Paragraph 4 of the Lease shall be amended to include the following language at the end of the paragraph:

“Subject to Paragraph 8 of Exhibit “A” to this Lease, any unit formed may be amended, re-formed, reduced or enlarged by Lessee after the original forming thereof when approved by the Bureau of Land Management in connection with lands owned by the United States of America by filing an appropriate instrument of record in the public office in which the pooled acreage is located.”
2. Paragraph 8 of Exhibit “A” to the Lease is hereby deleted in its entirety and replaced with the following:

“8. Notwithstanding any other provision of Paragraph 4 to the Lease to the contrary, any units pooled for oil under the Lease shall not exceed in area 40 acres each, and any unit pooled for gas shall not exceed 320 acres; provided,

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however, that if any said unit contains land owned by the United States of America and governed by the Bureau of Land Management, such unit may contain as little or as much acreage as approved by the Bureau of Land Management and included in the applicable communitization agreement and/or unitization agreement, however no unit so formed may exceed 640 acres plus 10% tolerance. Notwithstanding any provision of this Lease to the contrary, all of the lands covered by this Lease shall be included in a single unit in which any acreage from this Lease is included."

3. Paragraph 9 of Exhibit "A" to the Lease is hereby deleted in its entirety.

Lessor hereby adopts, ratifies, and confirms the Lease as to all of the terms and provisions therein, as amended by this Amendment of Oil, Gas and Mineral Lease, and for the same consideration, Lessor does hereby lease, grant, demise, and let the lands covered by the Lease, as amended by this Amendment of Oil, Gas and Mineral Lease, unto Lessee, its successors and assigns, in accordance with all of the terms and provisions of the Lease, as amended hereby.

Except as amended by this Amendment of Oil, Gas and Mineral Lease, the Lease is and remains in full force and effect as originally written.

This Amendment is executed this the 7 day of March, 2008, but shall be effective for all purposes as of March 30th, 2008.

LESSOR:

SLF II – Hwy 360 & Camp Wisdom, L.P.,
a Texas limited partnership

By: SLF II – Hwy 360 & Camp Wisdom GenPar, L.P.,
a Texas limited partnership, its General Partner

By: SLF II – Hwy 360 & Camp Wisdom Management GP, LLC,
a Texas limited liability company, its General Partner

By: The Stratford Company, L.P.,
a Texas limited partnership, its Managing Member

By: Stratford Management, Inc.,
a Texas corporation, its General Partner

By: 
Name: Phillip F. Wiggins
Title: President

LESSEE:

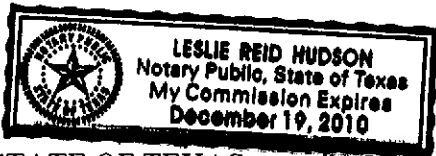
XTO ENERGY INC.

By: Edwin S. Ryan, Jr.
Name: Edwin S. Ryan, Jr.
Title: Sr. VP - Land Administration

ACKNOWLEDGEMENTS

STATE OF TEXAS §
COUNTY OF Dallas §

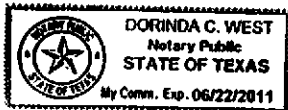
This instrument was acknowledged before me on this 7th day of May, 2008, by Phillip F. Wiggins, President of Stratford Management, Inc., a Texas corporation, acting in its capacity as general partner of The Stratford Company, L.P., a Texas limited partnership, acting in its capacity as Managing Member of SLF II - Hwy 360 & Camp Wisdom Management GP, LLC, a Texas limited liability company, acting in its capacity as general partner of SLF II - Hwy 360 & Camp Wisdom GenPar, L.P., a Texas limited partnership, acting in its capacity as general partner of SLF II - Hwy 360 & Camp Wisdom, L.P., a Texas limited partnership, on behalf of said limited partnership.



Leslie Reid Hudson
Notary Public

STATE OF TEXAS §
COUNTY OF TARRANT §

This instrument was acknowledged before me on this the 1st day of May, 2008, by Edwin S. Ryan, Jr., Sr. VP- Land Administration of XTO Energy Inc., a Delaware corporation, on behalf of said corporation.



Dorinda C. West
Notary Public